

EXHIBIT 14



Physician Services Resource Document

Recruitment, Contracting and Provider Enrollment Processes



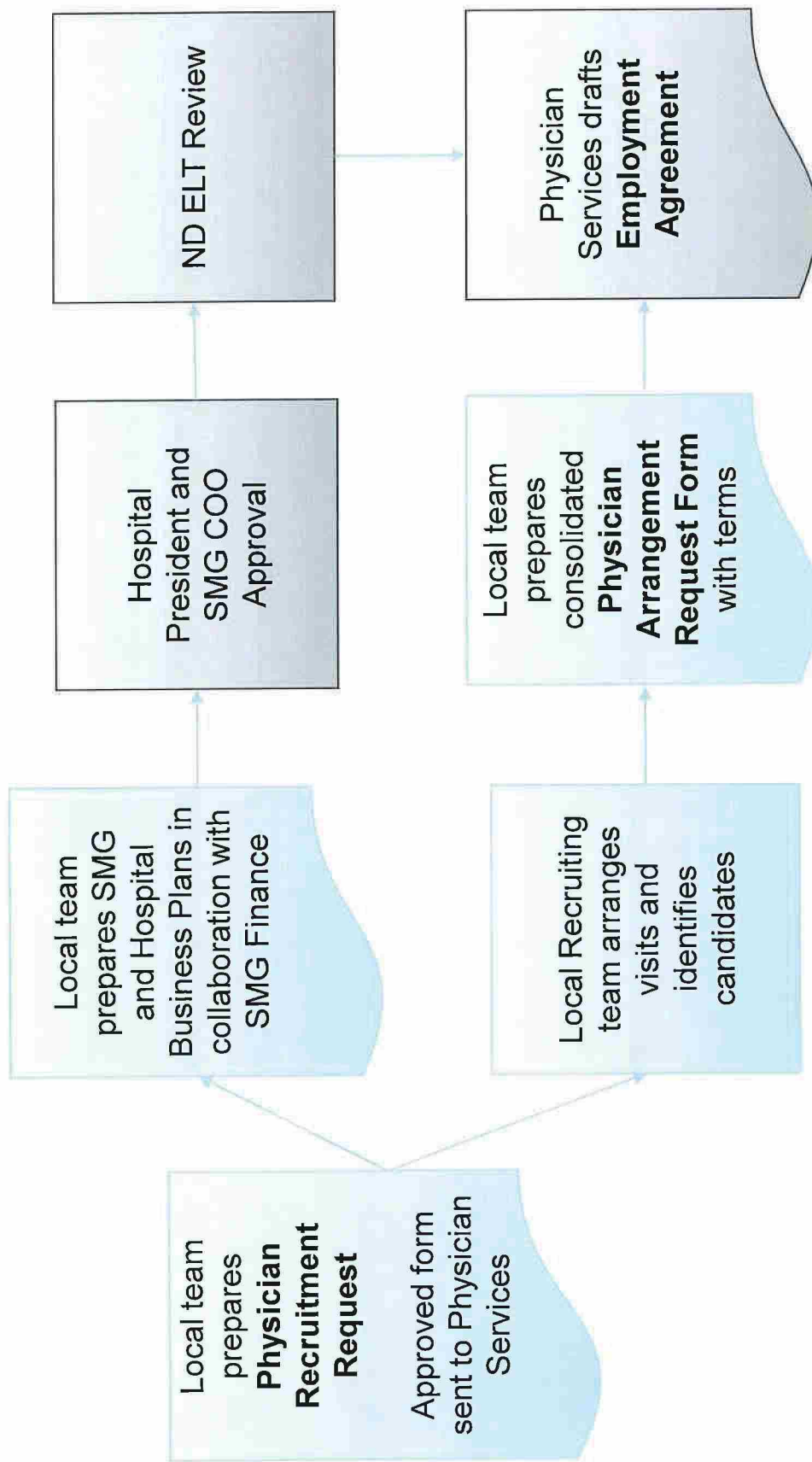
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Process for New Recruits

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Initiating a Recruitment Request and Business Plan

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To initiate a new business plan and provider recruitment, the below process is required:

- SMG Director completes and send a **Physician Recruitment Request** form to EVP, Hospital Services Group, and SMG President for approval (copy Dina.Morrill@steward.org and Elizabeth.Kennedy@steward.org)
- Once approved, the Physician Request Form is sent to Christine Kady-Harris and Adam Hibbard
 - Contact Adam Hibbard (617-562-7540) for BP needs and assignment of a M&A associate
- The approved position is tracked at SMG Corporate in the Salesforce ND database
- SMG M&A associates coordinate business plan preparation with SMG Directors, SMG COO, Hospital Presidents, and Hospital CFOs and gain required approvals from that same group in the process
- Business plans must be approved by Hospital Presidents and SMG COO
- Business plans are presented to the Network Development (ND) ELT meeting for leadership approval
- This approved Business Plan sets a fixed "subsidy" between the hospitals and SMG
 - The BP may be adjusted after initial approval depending on the identified candidate.
 - Offers that exceed parameters in the BP require ND ELT approval
- SMG Directors will be notified after the ND ELT meeting of the status of plans presented

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** Most recruitment will continue to be handled by the local market team*

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SMG Employment Agreement: FT/PT Request

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- The following are required before requesting an EA:
 - ND ELT-approved SMG and Hospital BPs
 - **Physician Arrangement Request Form** (including FMV Attestation)
 - Reference checks
- SMG Director must complete and distribute **Physician Arrangement Request Form** to support compensation being offered
 - Information on form must include Fair Market Value (FMV) for the proposed compensation,
 - When compensation exceeds the 75thtile of MGMA Benchmark, a written explanation is required
 - SMG uses MGMA for FMV determinations
 - Generally, BPs with concordant productivity/compensation can be used
- Upon completion, SMG Director should send the **Physician Arrangement Request Form** to Christine via email to draft the Employment Agreement (EA)
 - Employment start dates should allow sufficient time for licensing, medical staff credentialing, and payor enrollment
 - Offers outside the range of the approved BP require updates by the SMG M&A associates, approval by SMG COO and Hospital President, and ND ELT before the offer can be made
 - Final offer must be approved by SMG President
- **Please allow sufficient time for processing**

SMG Employment Agreement: FT/PT Drafting & Signing

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- SMG Employment Agreements (EA) are drafted and reviewed by Steward Legal for out of the ordinary circumstances
 - SMG Employment Agreements are emailed to the SMG Director for review
 - Employment Agreement (EA) is sent to Physician after review by local team
 - Employment Agreements and a malpractice application are sent FedEx to the candidate physician
- Any changes to terms identified by physician must be reviewed and approved by Physician Services, Legal and SMG
 - Generally, the main agreement is considered non-negotiable
 - Appendix A includes the Business Terms that are generally negotiable
- When signed, send EA to SMG Physician Services for countersignature and to start the onboarding process (including Hospital Privileges, Payor Enrollment, IT Access, Malpractice)
- Executed Employment Agreements are added to the contract database and a copy sent to the physician
- SMG Per Diem Agreements follow the same process with the exception being that a Business Plan is not required

SMG Employment Agreement: Renewal / Amend

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- The following are required before requesting a Renewal/Amendment (Agreement):
 - **Physician Arrangement Request Form** (including FMV Attestation)
- SMG Director must complete and distribute **Physician Arrangement Request Form** to support compensation being offered
 - Information on form must include Fair Market Value (FMV) for the proposed compensation,
 - When compensation exceeds the 75thtile of MGMA Benchmark, a written explanation is required
 - SMG uses MGMA for FMV determinations
- Upon completion, SMG Director should send the **Physician Arrangement Request Form** to Christine via email to draft the Agreement
 - Effective dates should be prospective
- Agreements are drafted and reviewed by Steward Legal for out of the ordinary circumstances
 - Agreements are emailed to the SMG Director for review
 - Agreements are either sent via FedEx to physician by Physician Services, or sent via email to physician by SMG Director
- Any changes to terms identified by physician must be reviewed and approved by Physician Services, Legal and SMG
- Signed Agreement should be returned via mail to SMG Physician Services for countersignature
- Executed Employment Agreements are added to the contract database and a copy sent to the physician

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Hospital Arrangements



- Hospitals contract directly with physicians / groups for contracts in which physicians do their own billing
 - Service Agreements, Directorships, Teaching, etc.
- Complete **Physician Arrangement Request Form**
 - Final versions must be approved in writing or via email by the Hospital President, EVP Hospital Services Group, and SMG COO
- All final request forms and approvals are sent to Christine Kady-Harris
 - Incomplete documents or missing approvals prevent agreement from being drafted
- Christine forwards all documents and approvals to Steward Legal to draft agreements
- Legal emails final agreements to the original Hospital Requestor
- Hospital Leadership is responsible for final agreement distribution to contracting parties for signatures

AGREEMENTS MUST BE FULLY EXECUTED BEFORE SERVICES CAN BEGIN AND PAYMENTS MADE

- Executed agreements, approvals, and forms are returned to Christine for SMG President execution
- Fully executed agreements are added to the contract database, copies sent to the Hospital to retain one copy, and send one copy to the other Party
- Hospitals are responsible for implementing the arrangement (medical staff credentialing, payments, time sheets, etc.)
- **Please allow sufficient time for processing**

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Income Guarantee

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- Traditional Income Guarantee requires completion of three items:
 - Community Needs Assessment (*no standard form*)
 - **Recruitment Agreement Term Sheet**
 - **Recruitment Agreement Budget**
- All final COMPLETE request forms and approvals are sent to Christine Kady-Harris
 - Must receive approvals in writing or via email by the Hospital President, EVP Hospital Services Group, and SMG COO
- Christine forwards all documents and approvals to Steward Legal to draft agreements
- Steward Legal emails final agreements to the original Hospital Requestor
- Hospital Leadership is responsible for final agreement distribution to contracting parties for signatures

RECRUITMENT AGREEMENT MUST BE FULLY EXECUTED BEFORE PHYSICIAN EMPLOYMENT AGREEMENT CAN BE EXECUTED

- Executed agreements, approvals, and forms are returned to Christine for SMG President execution
- Fully executed agreements are added to the contract database, copies sent to the Hospital to retain one copy, and send one copy to the other Party
- Hospitals are responsible for implementing, monitoring, paying under the arrangement

Income Guarantee: Framework for Agreements

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- 1-2 year Guarantee period with 2-3 year Loan forgiveness
- Subject to annual/monthly maximum caps tied to a detailed budget, the Hospital guarantees to the Host Medical Group on Physician's behalf the amount by which any expenses associated with the Physician's new practice exceed collections for Physician's provision of clinical services during the Guarantee period
- The Guarantee period terminates early, and the forgiveness period beings, if Physician's gross income from collections exceeds expenses for 2 consecutive months
- Guarantee payments added to Promissory Note signed by Physician and secured by collateral through a Security Agreement signed by Host Medical Group and Physician
- Guarantee payments forgiven if, during the entire forgiveness period, Physician maintains a practice in the Hospital's service area and maintains Hospital medical staff membership and applicable clinical privileges
- Hospital can advance some of the monthly Guarantee payments to cover the Physician's start-up costs and accounts receivable lag
- Hospital can reimburse Host Medical Group for costs actually incurred by the Group in recruiting the Physician (different from Guarantee payments) (e.g., headhunter fees, travel, meals, lodging, entertainment expenses for recruitment interviews and activities, moving expenses of the Physician, employee benefits, taxes)
- Physician agreement to not compete in Hospital's service area for two years following termination of the forgiveness period

Income Guarantee: Legal Requirements

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- Physician must establish a practice in the geographic area served by the Hospital.
- Relocation Requirement: Physician must “relocate,” defined as:
 - Relocate medical practice at least 25 miles into the Hospital’s service area; or
 - In the new location, Physician will derive at least 75% of revenues from new patients (hospital inpatients included). “New patients” mean those not seen or treated by the Physician during the prior 3 years at former site; or
 - Physician is in first year of practice (including post-residency fellowships)
- Where the Physician is recruited into an existing Host Medical Group, only marginal costs (whether due to additional fixed costs, such as the new Physician’s salary and benefits, or variable costs, such as additional medical supplies and support personnel used by the new Physician) incurred by the Host Medical Group may be reimbursed by the Hospital. The Stark Law prohibits allocating fixed existing overhead (e.g., space, furniture, equipment, and core staff salary/benefit costs) on a pro rata or per capita (or per physician FTE) basis
- Recruitment Agreement includes detailed budget categories; monthly tracking of “actual additional incremental costs” within such pre-approved categories submitted by Host Medical Group to Hospital prior to payments
- Community Need: Hospital must ensure that there is a justifiable community need for the Physician’s medical specialty prior to providing financial incentives to a Host Medical Group / Physician to induce the Physician to relocate his/her medical practice
- “But for” Cause: Inability to attract any qualified physicians without particular incentives offered

Income Guarantee: Required Terms

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- Written agreement, signed by all Parties (i.e., Hospital, Group, and Physician)
 - Arrangement not to be conditioned on Physician's referrals to the Hospital
 - Amount paid to Physician is not based (directly or indirectly) on volume or value of referrals
 - Physician cannot be prohibited from establishing staff privileges at another Hospital
 - No renegotiation or amendments to material terms during first year of agreement
- Identify (and document proof of) community need
- Document need to offer recruitment incentives
- Termination provisions (no without cause)
- Confidentiality obligations

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Practice Acquisitions



- If practice requests:
 - Complete **CNDA Request Form** and send to Legal in order to get CNDA
 - Complete and execute Confidentiality and Non-Disclosure Agreement (CNDA)
- Initiate Practice Acquisition information request in conjunction with SMG M&A Team
 - Contact Adam Hibbard (617-562-7540) for acquisition needs and assignment of a M&A associate
- Use the following forms to guide information requests:
 - **Steward Data Request**
 - **Asset Purchase Agreement (APA) Request Form**
- All final COMPLETE request forms and approvals are sent to Christine Kady-Harris
- Christine forwards all documents and approvals to Steward Legal to draft agreements
- Agreements are negotiated by local team
- Capital must be approved through Corporate Capital Process
- Fully executed agreements are added to the contract database, copies sent to the Hospital to retain one copy, and send one copy to the other Party
- Any ancillary agreements (leases, records custody agreements, employment agreements, etc.) should be processed in parallel

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Provider Enrollment Process



Requesting a PE packet:

- Directors email requests for Provider Enrollment (PE) packets to SMGEnrollment@Steward.org, and include the **SMG New Provider Enrollment Request**
- Physician Services email Symplr to request the Provider Enrollment packet
- Request should be generated as soon as there is certainty around physician signing the EA

Packet Completion:

- Symplr emails provider enrollment packets (signature pages only) to the local coordinator, requesting completion within 10 business days
- Local coordinators collect completed packets and return via mail to Symplr, along with all required licensure and documentation (see Symplr New Provider Checklist)
- SMG Director responsible for reminding provider about prompt completion of packet

Symplr Process:

- Symplr reviews packets, dates applications, and sends applications to payors for processing
- Symplr provides weekly Provider Enrollment updates by payor, including effective dates with plans

Medical Staff Privileging:

- Physician Services will initiate MSO packet
- SMG Director responsible for reminding provider about prompt completion of packet

Provider Enrollment Process (cont'd)

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- Symplr outreaches to payors biweekly for provider updates
 - Provider Enrollment meets with Symplr weekly to review enrollment concerns
- Provider Enrollment meets with Revenue Cycle and SMG Directors to discuss enrollment issues and Athena Hold Bucket status
 - Revenue Cycle provides reports to Provider Enrollment to review holds in Athena
- Provider Enrollment works with Symplr and SMG Directors to resolve issues
- Provider Enrollment notifies Revenue Cycle for new provider adds to Athena
- SMG Directors should notify Provider Enrollment of any provider address changes for payor and Athena updates

Provider Enrollment Process (cont'd)



Change Management Process:

- Requests should be submitted to SMGEnrollment@Steward.org via the **Master**

Request Form (MRF)

- Requests include:
 - Provider demographic changes
 - Provider information or setup
 - Provider Enrollment hold questions or concerns
 - CAQH management
 - Practice name, address, or designation
 - Service Departments
 - Group NPI or setup information
 - Payor setup concerns
 - Payor Enrollment questions or concerns
- SMG to facilitate review of requests on a daily basis and determine next steps
- SMG to track all requests and the status of each

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SMG Physician Compensation



Change Notices:

- SMG Directors should submit compensation changes and FTE status changes via email to Christine Kady-Harris on a **Change Notice Form**
 - Requests must include approval from the SMG COO or SMG President
 - Requests submitted without prior approval will not be processed

Processing Bonuses:

- SMG Directors should email Revisha.Gobardhan@steward.org with a request to pay a bonus to a physician (incl. productivity, retention, signing, etc.)
- Supporting documentation from the physicians employment agreement is required
- Requests will be reviewed by SMG President, SMG COO, and SMG CFO

SMG Outside Activity Process



- Physicians are required to complete an Outside Activity Request Form for any outside activities they are engaged in, or plan to engage in.
- Physicians will receive an email within 30-45 days after their start requesting that they complete the form via the link below.
 - <https://stewardhealthcaresystem.sharepoint.com/sites/forms/smg/Pages/OutsideActivities.aspx>
- Physicians will receive the following instructions via email:
 - If you do not provide any Outside Activities, the form will allow you to choose “No” at the top of the screen and you will only be required to add your name, hospital, specialty, and employment status.
 - Once your Outside Activity is reviewed, you will receive an email notifying you that it was approved or not approved. If not approved, you will be instructed to contact your local Practice Operations Director for follow-up discussions.
 - Once you submit the Outside Activity Form you will not be able to edit the form. If you need to edit it, please contact Tammy Maguire at Tamara.Maguire@steward.org.
 - If you would like to participate in another Outside Activity after this form is submitted, please use the link to submit a new additional request for approval.
 - If you documented an Outside Activity on your Conflict of Interest Form, you will also need to document it on the Outside Activity Form, so it may be submitted to SMG Leadership for approval.

Provider Terminations



In the event of a physician employment terminations the following process is followed:

- SMG Directors send notice of a physician term to Christine Kady-Harris (Physician Services) via the **Change Notice Form**
 - Notification should include physician's resignation email or letter
- Physician Services sends an off-boarding email to Medical Staff Offices (MSO), Provider Enrollment, Human Resources, and malpractice carrier
- SMG Directors submit a Systems Access Request Form (SARF) to remove SMG applications access for the physician
- The MSO is responsible for terminating the physician's access completely if their privileges at the hospital are not maintained

Fair Market Value

The logo for Steward, featuring a blue stylized 'S' shape to the left of the word 'Steward' in a white sans-serif font.

- All financial arrangements with physicians or physician groups must meet fair market value and commercial reasonableness even in the absence of referrals between the parties
- Fair market value is consistent with the general value resulting from a bona fide arm's length transaction between well informed parties otherwise not in a position to generate business for the other party
- Fair market value does not take into account the value or volume of referrals between the parties